FILED COPY

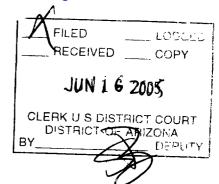
RECEIVED COPY

JUN 1 4 2005

CLERK LA DISTRICT COURT

B. DISTRICT OF ARIZONA

DEPUTY



UNITED STATES DISTRICT COURT DISTRICT OF ARIZONA

DICK CHRIST, Derivatively On Behalf of WHITE ELECTRONIC DESIGNS CORPORATION,

Plaintiff,

VS.

HAMID R. SHOKRGOZAR, EDWARD A. WHITE, NORMAN T. HALL, THOMAS M. REAHARD, THOMAS J. TOY, JACK A. HENRY, PAUL D. QUADROS AND WILLIAM J. RODES,

Defendants,

- and -

WHITE ELECTRONIC DESIGNS CORPORATION, an Indiana corporation,

Nominal Defendant.

Case No. CV-04-1722-PHX-NVW

[PROPOSED] ORDER DISMISSING ACTION

Pursuant to the stipulation between Plaintiff and the Defendants, and good cause appearing therefor, IT IS HEREBY ORDERED that this action shall be, and hereby is, dismissed on the following terms and conditions:

1. The dismissal is without prejudice to plaintiff's right to seek relief pursuant to the Indiana Business Corporation Law, Ind. Code § 23-1-32-1, et seq...

Case 2:04-cv-01722-NVW Document 35 Filed 06/16/05 Page 2 of 2

1	following the consideration by the Board of Directors of White Electronic Designs
2	Corporation, or any duly appointed committee thereof, of any shareholder demand
3	properly served by plaintiff.
4	2. All attorney's fees and costs shall be taxed against the party incurring
5	same.
6	3. Under the circumstances, notice pursuant to Rule 23.1 of the Federal
7	Rules of Civil Procedure shall not be required.
8	DATED this 151 day of JUMB, 2005.
9	
10	
11	The Handrick Walls
12	The Honorable Neil V. Wake United States District Judge
13	
14	
15	
16	
17	
18	
19	
20	
21	
22	
23	
24	
25	
26	
27	
8	